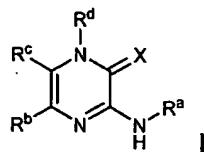


## WHAT IS CLAIMED IS:

## 1. A compound of Formula I:



- 5       wherein X is selected from the group consisting of O, S, and NR<sup>5a</sup>;
- wherein R<sup>a</sup> and R<sup>c</sup> are independently selected from the group consisting  
of hydrido, hydroxyl, alkoxy, alkyl, haloalkyl, aryl, and heteroaryl;
- wherein R<sup>b</sup> is a 3- to 12-membered cyclic moiety selected from the group  
consisting of cycloalkyl, cycloalkenyl, aryl, heterocycloalkyl, heterocycloalkenyl,  
10      and heteroaryl, wherein R<sup>b</sup> is optionally substituted by one or more substituents  
selected from the group consisting of R<sup>2</sup>, cycloalkyl, and cycloalkylalkyl;
- wherein R<sup>d</sup> is selected from the group consisting of -(CH<sub>2</sub>)<sub>q</sub>NH<sub>2</sub>,
- (CH<sub>2</sub>)<sub>q</sub>NHR<sup>2</sup>, and a 5- to 7-membered heterocycloalkyl having ring members  
selected from the group consisting of carbon and nitrogen, wherein said  
15      heterocycloalkyl may be optionally substituted by one or more substituents  
selected from the group consisting of R<sup>2</sup>;
- wherein R<sup>2</sup> is selected from the group consisting of halo, alkylsulfinyl,  
alkylsulfonyl, cyano, alkoxy carbonyl, alkyl, haloalkyl, hydroxyalkyl, haloalkoxy,  
nitro, acylamino, R<sup>7</sup>, -OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>m</sub>OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, -SR<sup>3</sup>, -SO<sub>2</sub>N(R<sup>4a</sup>)R<sup>4b</sup>,  
20      -NR<sup>5a</sup>R<sup>5b</sup>, -NR<sup>5a</sup>COR<sup>5b</sup>, -NR<sup>5a</sup>CO(OR<sup>5b</sup>), -NR<sup>5a</sup>SO<sub>2</sub>R<sup>6</sup>, -NR<sup>5a</sup>SO<sub>2</sub>N(R<sup>6a</sup>)R<sup>6b</sup>,  
-NR<sup>5a</sup>CON(R<sup>6a</sup>)R<sup>6b</sup>, -COR<sup>5a</sup>, and -CON(R<sup>4a</sup>)R<sup>4b</sup>;
- wherein R<sup>3</sup>, R<sup>4a</sup>, and R<sup>4b</sup> are independently selected from the group  
consisting of hydrido, aryl, heteroaryl, heteroaralkyl, alkyl, haloalkyl, alkenyl,  
alkynyl, hydroxyalkyl, aminoalkyl, alkylaminoalkyl, N,N-dialkylaminoalkyl, alkoxy,  
25      alkoxyalkyl, heterocycloalkyl, heterocycloalkenyl, cycloalkyl, cycloalkylalkyl,  
aralkyl, and aralkylamino wherein said aryl is optionally substituted with one or  
more radicals selected from the group consisting of alkyl, aminoalkyl, alkoxy and

halo, wherein R<sup>4a</sup> and R<sup>4b</sup> may be taken together to form a 3- to 7-membered heterocyclic ring having from 1 to 3 heteroatoms selected from S, SO, SO<sub>2</sub>, O, N, and NR<sup>5a</sup>;

- wherein R<sup>5a</sup> and R<sup>5b</sup> are independently selected from the group consisting of hydrido, alkyl, aryl, heteroaryl, aralkyl, heterocycloalkenyl, cycloalkyl, heterocycloalkyl, haloalkyl, aralkylamino, amino, aminoalkyl, aminoacyl, nitro, azido, and heteroaralkyl, wherein said alkyl, aryl, heteroaryl, aminoalkyl, and aralkyl moieties are optionally substituted with one or more substituents selected from the group consisting of alkylsulfonamido, sulfamyl, alkyl, alkylthio, alkylsulfinyl, alkylsulfonyl, N-alkylamino, aminoalkyl, alkylaminoalkyl, alkoxy, halo, acyloxy, oxy, formyl, haloalkyl, cyano, haloalkoxy, acyl, carboxyl, hydroxy, hydroxyalkoxy, phenoxy, nitro, azido, benzyloxy, N,N-dialkylaminoacyl, thioalkyl, aminoacyloxy, thiocyanato, isothiocyanato, alkylidioxy, hydroxyalkyl, N-alkylamino, alkoxycarbonyl, alkoxyalkyl, alkenylamino, alkynylamino, alkenyl, alkynyl, N,N-dialkylaminoalkoxy, heterocycloalkyl, heterocycloalkenyl, and heteroaryl;

- wherein R<sup>6a</sup> and R<sup>6b</sup> are independently selected from the group consisting of hydrido, alkyl, heteroaryl, heterocycloalkenyl, haloalkyl, aralkylamino, heteroaralkyl, aryl, and aralkyl, wherein said aryl, heteroaryl, heterocycloalkenyl, and aralkyl moieties are optionally substituted with one or more substituents selected from alkyl, alkoxy, halo, haloalkyl, cyano, haloalkoxy, acyl, carboxyl, hydroxy, hydroxyalkoxy, phenoxy, benzyloxy, N,N-dialkylaminoalkoxy, heterocycloalkyl, heterocycloalkenyl, and heteroaryl, wherein R<sup>6a</sup> and R<sup>6b</sup> may be taken together to form a 3- to 7-membered heterocyclic ring having 1 to 3 heteroatoms selected from S, SO, SO<sub>2</sub>, O, N, and NR<sup>5a</sup>;

wherein R<sup>7</sup> is selected from the group consisting of aryl, heterocycloalkenyl, heteroaryl, and alkenyl, wherein R<sup>7</sup> is optionally substituted with one or more substituents selected from the group consisting of R<sup>5a</sup>;

wherein n is 1, 2, or 3

wherein m is 1, 2, or 3;  
 wherein p is 0, 1; or 2;  
 wherein q is an integer between 0 and 9;  
 or a pharmaceutically acceptable salt thereof.

5

2. A compound according to claim 1:

wherein R<sup>a</sup> and R<sup>c</sup> are independently selected from the group consisting of hydrido, hydroxyl, C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>3-12</sub> aryl, and 3- to 12-membered heteroaryl

- 10       wherein R<sup>b</sup> is a 3- to 12-membered cyclic moiety selected from the group consisting of C<sub>3-12</sub> cycloalkyl, C<sub>3-12</sub> cycloalkenyl, C<sub>3-12</sub> aryl, 3- to 12-membered heterocycloalkyl, 3- to 12-membered 3- to 12-membered heterocycloalkenyl, and 3- to 12-membered heteroaryl, wherein R<sup>b</sup> is optionally substituted by one or more substituents selected from the group consisting of R<sup>2</sup>, C<sub>3-12</sub> cycloalkyl, and  
 15      C<sub>4-18</sub> cycloalkylalkyl;
- wherein R<sup>d</sup> is selected from the group consisting of -(CH<sub>2</sub>)<sub>q</sub>NH<sub>2</sub>, -(CH<sub>2</sub>)<sub>q</sub>NHR<sup>2</sup>, and a 5- to 7-membered heterocycloalkyl having ring members selected from the group consisting of carbon and nitrogen, wherein said heterocycloalkyl may be optionally substituted by one or more substituents  
 20      selected from the group consisting of R<sup>2</sup>;

- wherein R<sup>2</sup> is selected from the group consisting of halo, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylsulfonyl, cyano, C<sub>2-7</sub> alkoxy carbonyl, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> haloalkoxy, nitro, C<sub>2-10</sub> acylamino, R<sup>7</sup>, -OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>m</sub>OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, -SR<sup>3</sup>, -SO<sub>2</sub>N(R<sup>4a</sup>)R<sup>4b</sup>, -NR<sup>5a</sup>R<sup>5b</sup>, -NR<sup>5a</sup>COR<sup>5b</sup>, -NR<sup>5a</sup>CO(OR<sup>5b</sup>),  
 25      -NR<sup>5a</sup>SO<sub>2</sub>R<sup>6</sup>, -NR<sup>5a</sup>SO<sub>2</sub>N(R<sup>6a</sup>)R<sup>6b</sup>, -NR<sup>5a</sup>CON(R<sup>8a</sup>)R<sup>8b</sup>, -COR<sup>5a</sup>, and -CON(R<sup>4a</sup>)R<sup>4b</sup>;

          wherein R<sup>3</sup>, R<sup>4a</sup>, and R<sup>4b</sup> are independently selected from the group consisting of hydrido, C<sub>3-12</sub> aryl, 3- to 12-membered heteroaryl, 4- to 18-membered heteroaralkyl, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-6</sub> hydroxyalkyl, C<sub>1-6</sub> aminoalkyl, C<sub>2-12</sub> alkylaminoalkyl, N-N-di(C<sub>1-6</sub> alkyl)amino(C<sub>1-6</sub>

- alkyl), C<sub>1-6</sub> alkoxy, C<sub>2-12</sub> alkoxyalkyl, 3- to 12-membered heterocycloalkyl, 3- to 12-membered heterocycloalkenyl, C<sub>3-12</sub> cycloalkyl, C<sub>4-18</sub> cycloalkylalkyl, C<sub>4-18</sub> aralkyl, and C<sub>4-18</sub> aralkylamino, wherein said aryl is optionally substituted with one or more radicals selected from the group consisting of C<sub>1-6</sub> alkyl, C<sub>1-6</sub> aminoalkyl, C<sub>1-6</sub>
- 5 alkoxy and halo, wherein R<sup>4a</sup> and R<sup>4b</sup> may be taken together to form a 3- to 7-membered heterocyclic ring having from 1 to 3 heteroatoms selected from S, SO, SO<sub>2</sub>, O, N, and NR<sup>5a</sup>;
- wherein R<sup>5a</sup> and R<sup>5b</sup> are independently selected from the group consisting of hydrido, C<sub>1-6</sub> alkyl, C<sub>3-12</sub> aryl, 3- to 12-membered heteroaryl, C<sub>4-18</sub> aralkyl, 3- to
- 10 12-membered heterocycloalkenyl, C<sub>3-12</sub> cycloalkyl, 3- to 12-membered heterocycloalkyl, C<sub>1-6</sub> haloalkyl, C<sub>4-18</sub> aralkylamino, amino, C<sub>1-6</sub> aminoalkyl, C<sub>2-10</sub> aminoacyl, nitro, azido, and 4- to 18-membered heteroaralkyl, wherein said alkyl, aryl, heteroaryl, aminoalkyl, and aralkyl moieties are optionally substituted with one or more substituents selected from the group consisting of C<sub>1-6</sub>
- 15 alkylsulfonamido, sulfamyl, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkylthio, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylsulfonyl, N-(C<sub>1-6</sub> alkyl)amino, C<sub>1-6</sub> aminoalkyl, C<sub>2-12</sub> alkylaminoalkyl, C<sub>1-6</sub> alkoxy, halo, C<sub>2-10</sub> acyloxy, oxy, formyl, C<sub>1-6</sub> haloalkyl, cyano, C<sub>1-6</sub> haloalkoxy, C<sub>2-10</sub> acyl, carboxyl, hydroxy, C<sub>1-6</sub> hydroxyalkoxy, phenoxy, nitro, azido, benzyloxy, N,N-di(C<sub>1-6</sub> alkyl)amino(C<sub>2-10</sub> acyl), C<sub>1-6</sub> thioalkyl, C<sub>2-10</sub> aminoacyloxy, thiocyanato,
- 20 isothiocyanato, C<sub>1-6</sub> alkylidioxy, C<sub>1-6</sub> hydroxyalkyl, N-(C<sub>1-6</sub> alkyl)amino, C<sub>2-7</sub> alkoxy carbonyl, C<sub>2-12</sub> alkoxyalkyl, C<sub>2-6</sub> alkenylamino, C<sub>2-6</sub> alkynylamino, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, N,N-di(C<sub>1-6</sub> alkyl)amino(C<sub>1-6</sub> alkoxy), 3- to 12-membered heterocycloalkenyl, 3- to 12-membered heterocycloalkyl, and 3- to 12-membered heteroaryl;
- 25 wherein R<sup>6a</sup> and R<sup>6b</sup> are independently selected from the group consisting of hydrido, C<sub>1-6</sub> alkyl, 3- to 12-membered heteroaryl, 3- to 12-membered heterocycloalkenyl, C<sub>1-6</sub> haloalkyl, C<sub>4-18</sub> aralkylamino, 4- to 18-membered heteroaralkyl, C<sub>3-12</sub> aryl, and C<sub>4-18</sub> aralkyl, wherein said aryl, heteroaryl, heterocycloalkenyl, and aralkyl moieties are optionally substituted with one or

- more substituents selected from C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkoxy, halo, C<sub>1-6</sub> haloalkyl, cyano, C<sub>1-6</sub> haloalkoxy, C<sub>2-10</sub> acyl, carboxyl, hydroxy, C<sub>1-6</sub> hydroxyalkoxy, phenoxy, benzyloxy, N,N-di(C<sub>1-6</sub> alkyl)amino(C<sub>1-6</sub> alkoxy), 3- to 12-membered heterocycloalkenyl, 3- to 12-membered heterocycloalkyl, and 3- to 12-membered
- 5 heteroaryl, wherein R<sup>6a</sup> and R<sup>6b</sup> may be taken together to form a 3- to 7-membered heterocyclic ring having 1 to 3 heteroatoms selected from S, SO, SO<sub>2</sub>, O, N, and NR<sup>5a</sup>; and
- wherein R<sup>7</sup> is selected from the group consisting of C<sub>3-12</sub> aryl, 3- to 12-membered heterocycloalkenyl, 3- to 12-membered heteroaryl, and C<sub>2-6</sub> alkenyl,
- 10 wherein R<sup>7</sup> is optionally substituted with one or more substituents selected from the group consisting of R<sup>5a</sup>;
- or a pharmaceutically acceptable salt thereof.
3. A compound according to either of claims 1 or 2:
- 15 wherein R<sup>a</sup> and R<sup>c</sup> are independently selected from the group consisting of hydrido, hydroxyl, methoxy, ethoxy, propoxy, butoxy, methyl, ethyl, propyl, butyl, pentyl, hexyl, chloromethyl, dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl, phenyl, biphenyl, naphthyl, indenyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl,
- 20 pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl;
- wherein R<sup>b</sup> is a 3- to 12-membered cyclic moiety selected from the group consisting of cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cyclopropenyl, cyclobutenyl, cyclopentenyl, cyclohexenyl, phenyl, biphenyl, naphthyl, indenyl, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl,
- 25 isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl, wherein R<sup>b</sup> is optionally substituted by one or more substituents

- selected from the group consisting of R<sup>2</sup>, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cyclopropylmethyl, cyclopropylethyl, cyclobutylmethyl, cyclobutylethyl, cyclopentylmethyl, cyclopentylethyl, cyclohexylmethyl, and cyclohexylethyl;
- 5       wherein R<sup>d</sup> is selected from the group consisting of -(CH<sub>2</sub>)<sub>q</sub>NH<sub>2</sub>, -(CH<sub>2</sub>)<sub>q</sub>NHR<sup>2</sup>, piperidinyl, pyrrolidinyl, pyrazolidinyl, and imidazolidinyl, wherein said piperidinyl, pyrrolidinyl, pyrazolidinyl, or imidazolidinyl may be optionally substituted by one or more substituents selected from the group consisting of R<sup>2</sup>, wherein R<sup>2</sup> is selected from the group consisting of chloro, fluoro, bromo, iodo, methylsulfinyl, ethylsulfinyl, propylsulfinyl, butylsulfinyl, methylsulfonyl, ethylsulfonyl, propylsulfonyl, butylsulfonyl, cyano, methoxycarbonyl, ethoxycarbonyl, propoxycarbonyl, butoxycarbonyl, methyl, ethyl, propyl, butyl, pentyl, hexyl, chloromethyl, dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl, hydroxymethyl, hydroxyethyl, hydroxypropyl, hydroxybutyl, hydroxypentyl, hydroxyhexyl, chloromethoxy, dichloromethoxy, trichloromethoxy, fluoromethoxy, difluoromethoxy, trifluoromethoxy, nitro, methylcarbonylamino, ethylcarbonylamino, propylcarbonylamino, butylcarbonylamino, pentylcarbonylamino, hexylcarbonylamino, phenylcarbonylamino, benzylcarbonylamino, R<sup>7</sup>, -OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>m</sub>OR<sup>3</sup>, -(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, 20 -SR<sup>3</sup>, -SO<sub>2</sub>N(R<sup>4a</sup>)R<sup>4b</sup>, -NR<sup>5a</sup>R<sup>5b</sup>, -NR<sup>5a</sup>COR<sup>5b</sup>, -NR<sup>5a</sup>CO(OR<sup>5b</sup>), -NR<sup>5a</sup>SO<sub>2</sub>R<sup>6</sup>, -NR<sup>5a</sup>SO<sub>2</sub>N(R<sup>6a</sup>)R<sup>6b</sup>, -NR<sup>5a</sup>CON(R<sup>6a</sup>)R<sup>6b</sup>, -COR<sup>6a</sup>, and -CON(R<sup>4a</sup>)R<sup>4b</sup>; wherein R<sup>3</sup>, R<sup>4a</sup>, and R<sup>4b</sup> are independently selected from the group consisting of hydrido, phenyl, biphenyl, naphthyl, indenyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, 25 pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, isoindoledionyl, pyridinylmethyl, pyridinylethyl, benzothiophenylmethyl, benzothiophenylethyl, indolylmethyl, indolylethyl, isoquinolinylmethyl, isoquinolinylethyl, quinolinylmethyl, quinolinylethyl, thienylmethyl, thienylethyl, pyrrolylmethyl, pyrrolylethyl, furylmethyl, furylethyl, pyrazolylmethyl, pyrazolylethyl, imidazolylmethyl,

- imidazolylethyl, isoxazolylmethyl, isoxazolylethyl, oxazolylmethyl, oxazolylethyl,  
isoindoledionylmethyl, isoindoledionylethyl, methyl, ethyl, propyl, butyl, pentyl,  
hexyl, chloromethyl, dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl,  
trifluoromethyl, ethenyl, propenyl, butenyl, pentenyl, ethynyl, propynyl, butynyl,
- 5 pentynyl, hydroxymethyl, hydroxyethyl, hydroxypropyl, hydroxybutyl,  
hydroxypentyl, hydroxyhexyl, aminomethyl, aminoethyl, aminopropyl,  
aminobutyl, aminopentyl, aminohexyl, methylaminomethyl, ethylaminomethyl,  
propylaminomethyl, methylaminoethyl, ethylaminoethyl, propylaminoethyl,  
methylaminopropyl, ethylaminopropyl, propylaminopropyl, methylaminobutyl,
- 10 ethylaminobutyl, propylaminobutyl, methylaminopentyl, ethylaminopentyl,  
propylaminopentyl, methylaminohexyl, ethylaminohexyl, propylaminohexyl, N,N-  
dimethylaminomethyl, N,N-dimethylaminoethyl, N-methyl-N-ethylaminomethyl,  
N-methyl-N-ethylaminoethyl, N-methyl-N-propylaminomethyl, N-methyl-N-  
propylaminoethyl, N,N-diethylaminomethyl, N,N-diethylaminoethyl, N-ethyl-N-
- 15 propylaminomethyl, N-ethyl-N-propylaminoethyl, N,N-dipropylaminomethyl, N,N-  
dipropylaminoethyl, methoxy, ethoxy, propoxy, butoxy, methoxymethyl,  
methoxyethyl, methoxypropyl, ethoxymethyl, ethoxyethyl, ethoxypropyl,  
propoxymethyl, propoxyethyl, propoxypropyl, butoxymethyl, butoxyethyl,  
butoxypropyl, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl,
- 20 oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl,  
dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl,  
dihydroisoxazolyl, dihydrooxazolyl, cyclopropyl, cyclobutyl, cyclopentyl,  
cyclohexyl, cyclopropylmethyl, cyclopropylethyl, cyclobutylmethyl,  
cyclobutylethyl, cyclopentylmethyl, cyclopentylethyl, cyclohexylmethyl,
- 25 cyclohexylethyl, benzyl, phenylethyl, benzylamino, and phenylethylamino,  
wherein said phenyl, biphenyl, naphthyl, or indenyl moiety is optionally  
substituted with one or more radicals selected from the group consisting of  
methyl, ethyl, propyl, butyl, pentyl, hexyl, aminomethyl, aminoethyl, aminopropyl,  
aminobutyl, aminopentyl, aminohexyl, methoxy, ethoxy, propoxy, butoxy, chloro,

- fluoro, bromo, and iodo, wherein R<sup>4a</sup> and R<sup>4b</sup> may be taken together to form a moiety selected from the group consisting of piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl,
- 5 dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl;
- wherein R<sup>5a</sup> and R<sup>5b</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, pentyl, hexyl, phenyl, biphenyl, naphthyl,
- 10 indenyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, isoindoledionyl, benzyl, phenylethyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, cyclopropyl, cyclobutyl, cyclopentyl,
- 15 cyclohexyl, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl, chloromethyl, dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl, benzylamino, phenylethylamino, amino, aminomethyl, aminoethyl, aminopropyl, aminobutyl, aminopentyl, aminohexyl, aminomethylcarbonyl, aminoethylcarbonyl, aminopropylcarbonyl,
- 20 aminobutylcarbonyl, aminopentylcarbonyl, aminohexylcarbonyl, aminophenylcarbonyl, aminobenzylcarbonyl, nitro, azido, pyridinylmethyl, pyridinylethyl, benzothiophenylmethyl, benzothiophenylethyl, indolylmethyl, indolylethyl, isoquinolinylmethyl, isoquinolinylethyl, quinolinylmethyl, quinolinylethyl, thienylmethyl, thienylethyl, pyrrolylmethyl, pyrrolylethyl,
- 25 furylmethyl, furylethyl, pyrazolylmethyl, pyrazolyethethyl, imidazolylmethyl, imidazolylethyl, isoxazolylmethyl, isoxazolyethethyl, oxazolylmethyl, oxazolyethethyl, isoindoledionylmethyl, and isoindoledionylethethyl, wherein said methyl, ethyl, propyl, butyl, pentyl, hexyl, phenyl, biphenyl, naphthyl, indenyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl,

- pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, isoindoledionyl, aminomethyl, aminoethyl, aminopropyl, aminobutyl, aminopentyl, aminohexyl, benzyl, and phenylethyl moieties are optionally substituted with one or more substituents selected from the group consisting of methylsulfonamido, ethylsulfonamido,
- 5 propylsulfonamido, butylsulfonamido, sulfamyl, methyl, ethyl, propyl, butyl, pentyl, hexyl, methylthio, ethylthio, propylthio, butylthio, methylsulfinyl, ethylsulfinyl, propylsulfinyl, butylsulfinyl, methylsulfonyl, ethylsulfonyl, propylsulfonyl, butylsulfonyl, N-methylamino, N-ethylamino, N-propylamino, aminomethyl, aminoethyl, aminopropyl, aminobutyl, aminopentyl, aminohexyl,
- 10 methylaminomethyl, ethylaminomethyl, propylaminomethyl, methylaminoethyl, ethylaminoethyl, propylaminoethyl, methylaminopropyl, ethylaminopropyl, propylaminopropyl, methylaminobutyl, ethylaminobutyl, propylaminobutyl, methylaminopentyl, ethylaminopentyl, propylaminopentyl, methylaminohexyl, ethylaminohexyl, propylaminohexyl, methoxy, ethoxy, propoxy, butoxy, chloro,
- 15 fluoro, bromo, iodo, acyloxy, oxy, formyl, chloromethyl, dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl, cyano, chloromethoxy, dichloromethoxy, trichloromethoxy, fluoromethoxy, difluoromethoxy, trifluoromethoxy, methylcarbonyl, ethylcarbonyl, propylcarbonyl, butylcarbonyl, pentylcarbonyl, hexylcarbonyl, phenylcarbonyl,
- 20 benzylcarbonyl, carboxyl, hydroxy, hydroxymethoxy, hydroxyethoxy, hydroxypropoxy, hydroxybutoxy, phenoxy, nitro, azido, benzyloxy, N,N-dimethylaminomethylcarbonyl, N,N-dimethylaminoethylcarbonyl, N,N-dimethylaminophenylcarbonyl, N-methyl-N-ethylaminomethylcarbonyl, N-methyl-N-ethylaminoethylcarbonyl, N-methyl-N-ethylaminophenylcarbonyl, N-methyl-N-
- 25 propylaminomethylcarbonyl, N-methyl-N-propylaminoethylcarbonyl, N-methyl-N-propylaminophenylcarbonyl, N,N-diethylaminomethylcarbonyl, N,N-diethylaminoethylcarbonyl, N,N-diethylaminophenylcarbonyl, N-ethyl-N-propylaminomethylcarbonyl, N-ethyl-N-propylaminoethylcarbonyl, N-ethyl-N-propylaminophenylcarbonyl, N,N-dipropylaminomethylcarbonyl, N,N-

- dipropylaminoethylcarbonyl, N,N-dipropylaminophenylcarbonyl, thiomethyl, thioethyl, thiopropyl, thiobutyl, thiopentyl, thiohexyl, aminomethylcarbonyloxy, aminoethylcarbonyloxy, aminopropylcarbonyloxy, aminobutylcarbonyloxy, aminopentylcarbonyloxy, aminohexylcarbonyloxy, aminophenylcarbonyloxy,
- 5 aminobenzylcarbonyloxy, thiocyanato, isothiocyanato, methyldioxy, ethyldioxy, propyldioxy, butyldioxy, pentyldioxy, hexyldioxy, hydroxymethyl, hydroxyethyl, hydroxypropyl, hydroxybutyl, hydroxypentyl, hydroxyhexyl, N-methylamino, N-ethylamino, N-propylamino, methoxycarbonyl, ethoxycarbonyl, propoxycarbonyl, butoxycarbonyl, methoxymethyl, methoxyethyl, methoxypropyl, ethoxymethyl,
- 10 ethoxyethyl, ethoxypropyl, propoxymethyl, propoxyethyl, propoxypropyl, butoxymethyl, butoxyethyl, butoxypropyl, ethenylamino, propenylamino, butenylamino, pentenylamino, ethynylamino, propynylamino, butynylamino, pentynylamino, ethenyl, propenyl, butenyl, pentenyl, ethynyl, propynyl, butynyl, pentynyl, N,N-dimethylaminomethoxy, N,N-dimethylaminoethoxy, N-methyl-N-
- 15 ethylaminomethoxy, N-methyl-N-ethylaminoethoxy, N-methyl-N-propylaminomethoxy, N-methyl-N-propylaminoethoxy, N,N-diethylaminomethoxy, N,N-diethylaminoethoxy, N-ethyl-N-propylaminomethoxy, N-ethyl-N-propylaminoethoxy, N,N-dipropylaminomethoxy, N,N-dipropylaminoethoxy, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl,
- 20 isoxazolidinyl, oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl;
- 25 wherein R<sup>6a</sup> and R<sup>6b</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, pentyl, hexyl, pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, isoindoledionyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl,

dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, chloromethyl,  
dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl,  
benzylamino, phenylethylamino, pyridinylmethyl, pyridinylethyl,  
benzothiophenylmethyl, benzothiophenylethyl, indolylmethyl, indolylethyl,

5 isoquinolinylmethyl, isoquinolinylethyl, quinolinylmethyl, quinolinylethyl,  
thienylmethyl, thienylethyl, pyrrolylmethyl, pyrrolylethyl, furylmethyl, furylethyl,  
pyrazolylmethyl, pyrazolyethethyl, imidazolylmethyl, imidazolylethyl,  
isoxazolylmethyl, isoxazolyethyl, oxazolylmethyl, oxazolyethyl,  
isoindoledionylmethyl, isoindoledionylethyl, phenyl, biphenyl, naphthyl, indenyl,

10 benzyl, and phenylethyl, wherein said phenyl, biphenyl, naphthyl, indenyl,  
pyridinyl, benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl,  
pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, isoindoledionyl, isoindolyl,  
dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl,  
dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, benzyl,

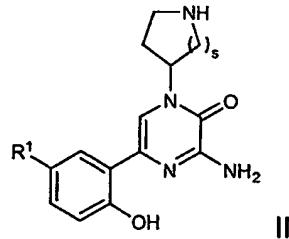
15 and phenylethyl moieties are optionally substituted with one or more  
- substituents selected from methyl, ethyl, propyl, butyl, pentyl, hexyl, methoxy,  
ethoxy, propoxy, butoxy, chloro, fluoro, bromo, iodo, chloromethyl,  
dichloromethyl, trichloromethyl, fluoromethyl, difluoromethyl, trifluoromethyl,  
cyano, chloromethoxy, dichloromethoxy, trichloromethoxy, fluoromethoxy,

20 difluoromethoxy, trifluoromethoxy, methylcarbonyl, ethylcarbonyl,  
propylcarbonyl, butylcarbonyl, pentylcarbonyl, hexylcarbonyl, phenylcarbonyl,  
benzylcarbonyl, carboxyl, hydroxy, hydroxymethoxy, hydroxyethoxy,  
hydroxypropoxy, hydroxybutoxy, phenoxy, benzyloxy, N,N-  
dimethylaminomethoxy, N,N-dimethylaminoethoxy, N-methyl-N-

25 ethylaminomethoxy, N-methyl-N-ethylaminoethoxy, N-methyl-N-  
propylaminomethoxy, N-methyl-N-propylaminoethoxy, N,N-  
diethylaminomethoxy, N,N-diethylaminoethoxy, N-ethyl-N-propylaminomethoxy,  
N-ethyl-N-propylaminoethoxy, N,N-dipropylaminomethoxy, N,N-  
dipropylaminoethoxy, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl,

- isoxazolidinyl, oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline,  
dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl,  
dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, benzothiophenyl,  
indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, pyrazolyl, imidazolyl,
- 5      isoxazolyl, oxazolyl, and isoindoledionyl, wherein R<sup>6a</sup> and R<sup>6b</sup> may be taken  
together to form a moiety selected from the group consisting of piperidinyl,  
pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl, isoindolyl,  
dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl,  
dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl,
- 10     benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl,  
pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl; and  
wherein R<sup>7</sup> is selected from the group consisting of phenyl, biphenyl,  
naphthyl, indenyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl,  
dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl,
- 15     dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, benzothiophenyl, indolyl,  
isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl,  
oxazolyl, isoindoledionyl, ethenyl, propenyl, butenyl, and pentenyl, wherein R<sup>7</sup> is  
optionally substituted with one or more substituents selected from the group  
consisting of R<sup>5a</sup>;
- 20     or a pharmaceutically acceptable salt thereof.

4.      A compound according to claim 1 wherein the compound of  
Formula I is a compound of Formula II:



- 25     wherein s is 1, 2, or 3;

wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), aryl, halo, heterocycloalkyl, heterocycloalkenyl, and heteroaryl;

- wherein R<sup>3</sup> is selected from the group consisting of hydrido, C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), and aryl;
- or a pharmaceutically acceptable salt thereof.

5. A compound according to claim 4:

- wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), C<sub>3-12</sub> aryl, halo, 3- to 12-membered heterocycloalkyl, 3- to 12-membered heterocycloalkenyl, and 3- to 12-membered heteroaryl; and

wherein R<sup>3</sup> is selected from the group consisting of hydrido, C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), and C<sub>3-12</sub> aryl;

15 or a pharmaceutically acceptable salt thereof.

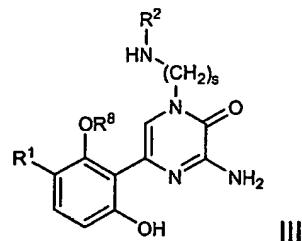
6. A compound according to claim 5:

- wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, methyl, ethyl, propyl, butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, benzyl, 20 methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, methylcyclohexyl, phenyl, biphenyl, naphthyl, indenyl, chloro, fluoro, bromo, iodo, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl, 25 benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl; and

wherein R<sup>3</sup> is selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, benzyl,

methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, methylcyclohexyl, phenyl, biphenyl, naphthyl, and indenyl;  
 or a pharmaceutically acceptable salt thereof.

- 5        7. A compound according to claim 1 wherein the compound of Formula I is a compound of Formula III:

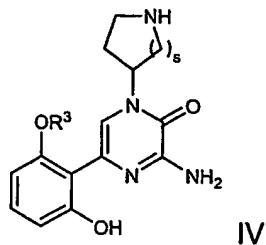


- wherein s is 1, 2, or 3;  
 wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, C<sub>1-6</sub>  
 10 alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), aryl, halo, heterocycloalkyl,  
 heterocycloalkenyl, and heteroaryl;  
 wherein R<sup>2</sup> is hydrido or C<sub>1-6</sub> alkyl;  
 wherein R<sup>3</sup> is selected from the group consisting of C<sub>1-6</sub> alkyl, C<sub>5-7</sub>  
 cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), and aryl; and  
 15 wherein R<sup>8</sup> is selected from the group consisting of C<sub>1-6</sub> alkyl, C<sub>5-7</sub>  
 cycloalkyl, benzyl, and -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl);  
 or a pharmaceutically acceptable salt thereof.

8. A compound according to claim 7:  
 20 wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, C<sub>1-6</sub>  
 alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), C<sub>3-12</sub> aryl, halo, 3- to 12-  
 membered heterocycloalkyl, 3- to 12-membered heterocycloalkenyl, and 3- to  
 12-membered heteroaryl;  
 wherein R<sup>2</sup> is hydrido or C<sub>1-6</sub> alkyl;

- wherein R<sup>3</sup> is selected from the group consisting of C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl), and C<sub>3-12</sub> aryl; and  
wherein R<sup>8</sup> is selected from the group consisting of C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, and -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl);
- 5 or a pharmaceutically acceptable salt thereof.
9. A compound according to claim 8:  
wherein R<sup>1</sup> is selected from the group consisting of hydrido, -OR<sup>3</sup>, methyl, ethyl, propyl, butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, benzyl,  
10 methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, methylcyclohexyl, phenyl, biphenyl, naphthyl, indenyl, chloro, fluoro, bromo, iodo, piperidinyl, pyrrolidinyl, pyrazolidinyl, imidazolidinyl, isoxazolidinyl, oxazolidinyl, isoindolyl, dihydroindolyl, isoindoline, dihydrothiophenyl, dihydropyrrolyl, dihydrofuryl, dihydropyrazolyl, dihydroimidazolyl, dihydroisoxazolyl, dihydrooxazolyl, pyridinyl,  
15 benzothiophenyl, indolyl, isoquinolinyl, quinolinyl, thienyl, pyrrolyl, furyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, and isoindoledionyl;  
wherein R<sup>2</sup> is selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, pentyl, and hexyl;  
wherein R<sup>3</sup> is selected from the group consisting of methyl, ethyl, propyl,  
20 butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, benzyl, methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, methylcyclohexyl, phenyl, biphenyl, naphthyl, and indenyl; and  
wherein R<sup>8</sup> is selected from the group consisting of methyl, ethyl, propyl, butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, benzyl,  
25 methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, and methylcyclohexyl;  
or a pharmaceutically acceptable salt thereof.

10. A compound according to claim 1 wherein the compound of Formula I is a compound of Formula IV:



wherein n is 1, 2, or 3; and

wherein R<sup>3</sup> is selected from the group consisting of hydrido, C<sub>1-6</sub> alkyl, C<sub>5-7</sub> cycloalkyl, benzyl, and -CH<sub>2</sub>(C<sub>3-7</sub> cycloalkyl);

5 or a pharmaceutically acceptable salt thereof.

11. A compound according to claim 10:

wherein wherein R<sup>3</sup> is selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, pentyl, hexyl, cyclopentyl, cyclohexyl, cycloheptyl, 10 benzyl, methylcyclopropyl, methylcyclobutyl, methylcyclopentyl, and methylcyclohexyl;

or a pharmaceutically acceptable salt thereof.

12. A compound according to claim 1 selected from the group of  
15 compounds consisting of:

- 3-amino-5-(2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(5-fluoro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(4-fluoro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(3-fluoro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 20 3-amino-5-(2-fluoro-6-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-bromo-6-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(5-bromo-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(4-bromo-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(3-bromo-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 25 3-amino-5-(2-chloro-6-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;

- 3-amino-5-(5-chloro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
3-amino-5-(4-chloro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
3-amino-5-(3-chloro-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
3-amino-5-(2-hydroxy-6-methylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
5       3-amino-5-(2-hydroxy-5-methylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
          3-amino-5-(2-hydroxy-4-methylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
          3-amino-5-(2-hydroxy-3-methylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
          3-amino-5-(5-cyclopentyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-  
          one;  
10       3-amino-5-(5-cyclohexyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-  
          one;  
          3-amino-5-(5-cycloheptyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-  
          one;  
          3-amino-5-(5-cyclopropylmethyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-  
15      2(1H)-one;  
          3-amino-5-(5-cyclobutylmethyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-  
          2(1H)-one;  
          3-amino-5-(5-cyclopentylmethyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-  
          2(1H)-one;  
20       3-amino-5-(5-cyclohexylmethyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-  
          2(1H)-one;  
          3-amino-5-(5-phenyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;  
          3-amino-5-[2-hydroxy-5-(1-naphthyl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-  
          one;  
25       3-amino-5-[2-hydroxy-5-(2-naphthyl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-  
          one;  
          3-amino-5-(2-hydroxy-5-pyrrolidin-2-ylphenyl)-1-piperidin-3-ylpyrazin-  
          2(1H)-one;

- 3-amino-5-(2-hydroxy-5-pyrrolidin-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyrrolidin-1-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 5 3-amino-5-(2-hydroxy-5-pyrazolidin-1-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-imidazolidin-1-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 10 3-amino-5-(2-hydroxy-5-pyrazolidin-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyrazolidin-4-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-imidazolidin-1-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 15 3-amino-5-(2-hydroxy-5-imidazolidin-4-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-tetrahydrofuran-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-tetrahydrofuran-3-ylphenyl)-1-piperidin-3-
- 20 ylpypyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-tetrahydrothien-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-tetrahydrothien-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 25 3-amino-5-(2-hydroxy-5-isoxazolidin-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1,3-oxazolidin-3-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;

- 3-amino-5-(2-hydroxy-5-isoxazolidin-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1,3-oxazolidin-4-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 5 3-amino-5-[2-hydroxy-5-(1,3-oxazolidin-2-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-isoxazolidin-4-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1,3-oxazolidin-5-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 10 3-amino-5-(2-hydroxy-5-isoxazolidin-5-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1H-pyrrol-1-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 15 3-amino-5-[2-hydroxy-5-(1H-pyrrol-2-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1H-pyrrol-3-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1H-pyrazol-1-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 20 3-amino-5-[2-hydroxy-5-(1H-imidazol-1-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1H-pyrazol-3-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 25 3-amino-5-[2-hydroxy-5-(1H-imidazol-4-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1H-imidazol-2-yl)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[5-(2-furyl)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;

- 3-amino-5-[5-(3-furyl)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;  
3-amino-5-(2-hydroxy-5-thien-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-  
one;  
3-amino-5-(2-hydroxy-5-thien-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-  
5 one;  
3-amino-5-(2-hydroxy-5-isoxazolidin-2-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-isoxazol-3-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
10 3-amino-5-[2-hydroxy-5-(1,3-oxazol-4-yl)phenyl]-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-[2-hydroxy-5-(1,3-oxazol-2-yl)phenyl]-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-isoxazol-4-ylphenyl)-1-piperidin-3-ylpyrazin-  
15 2(1H)-one;  
3-amino-5-[2-hydroxy-5-(1,3-oxazol-5-yl)phenyl]-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-isoxazol-5-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
20 3-amino-5-(2-hydroxy-5-piperidin-1-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-piperidin-2-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-piperidin-3-ylphenyl)-1-piperidin-3-ylpyrazin-  
25 2(1H)-one;  
3-amino-5-(2-hydroxy-5-piperidin-4-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;  
3-amino-5-(2-hydroxy-5-piperazin-1-ylphenyl)-1-piperidin-3-ylpyrazin-  
2(1H)-one;

- 3-amino-5-(2-hydroxy-5-piperazin-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyridin-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 5 3-amino-5-(2-hydroxy-5-pyridin-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyridin-4-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 10 3-amino-5-(2-hydroxy-5-pyridazin-3-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyridazin-4-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-pyrazin-2-ylphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 15 3-amino-5-(5-benzyl-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2,5-dihydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-methoxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 20 3-amino-5-(5-ethoxy-2-hydroxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-propoxyphe nyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-isopropoxyphe nyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 25 3-amino-5-(2-hydroxy-5-t-butoxyphe nyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-(2-hydroxy-5-phenoxyphenyl)-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[2-hydroxy-5-(1-naphthoxy)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;

- 3-amino-5-[2-hydroxy-5-(2-naphthoxy)phenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[5-(benzyloxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 5 3-amino-5-[5-(cyclopropylmethoxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[5-(cyclopentylmethoxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 10 3-amino-5-[5-(cyclohexylmethoxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one;
- 3-amino-5-[5-(cyclohexyloxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one; and
- 3-amino-5-[5-(cyclopentyloxy)-2-hydroxyphenyl]-1-piperidin-3-ylpyrazin-2(1H)-one.
- 15 13. A pharmaceutical composition comprising a compound according to any one of claims 1-12 or a pharmaceutically-acceptable salt thereof, and a pharmaceutically acceptable carrier, diluent, or adjuvant.
- 20 14. Use of a compound according to any one of claims 1-2 for the preparation of a medicament for the treatment of cancer, inflammation, or an inflammation-associated disorder in a subject.
- 25 15. A use according to claim 14 wherein medicament is for the treatment of arthritis, cancer, asthma, COPD, frailty, diabetes, atherosclerosis, pain, and/or dermatological disease.